

Prepared by and return after
~~recording to:~~
Prologis, Inc.
Attn: Christianne C. Chen, Esq.
4545 Airport Way
Denver, CO 80239
404-881-7000
STATE OF MISSISSIPPI
COUNTY OF DESOTO

**TERMINATION OF
MEMORANDUM OF AGREEMENT FOR
RECIPROCAL EASEMENTS**

[Deed Book 60, page 162; Deed Book 232, page 710]

This Termination of Memorandum of Agreement for Reciprocal Easements ("Termination") is made effective as of November 21, 2011, by PAC OPERATING LIMITED PARTNERSHIP, a Delaware limited partnership, formerly known as CATELLUS OPERATING LIMITED PARTNERSHIP ("PAC OLP").

WHEREAS, Westco Development #4, Inc., a Delaware corporation ("Westco"), and Sierra Capital Realty Trust VI Co., a Missouri corporation ("Sierra"), entered into an Agreement for Reciprocal Easements as evidenced by that certain Memorandum of Agreement for Reciprocal Easements dated June 29, 1990 and recorded June 29, 1990 in Deed Book 60 at page 162 in the public records of DeSoto County, Mississippi, as amended by that certain Amended Memorandum of Agreement for Reciprocal Easements dated effective as of June 29, 1990 and recorded February 12, 1991 in Deed Book 232, page 710 in the public records of DeSoto County, Mississippi (collectively, the "Memorandum"); and

WHEREAS, PAC OLP is the successor owner of the all of the property once owned by Westco and Sierra that is subject to the Memorandum; and

WHEREAS, PAC OLP desires to terminate the Memorandum and the Agreement for Reciprocal Easements referenced therein.

NOW THEREFORE, in consideration of the foregoing recitals, PAC OLP hereby terminates the Memorandum and the Agreement for Reciprocal Easements in their entirety.

[Remainder of page intentionally blank; signature pages follow]

Return To: First American Title Insurance Company
2001 Airport Road, Suite 301, Flowood, MS 39232
(601) 366-1222


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PD-

Olive Branch 1 & 1A

IN WITNESS WHEREOF, the undersigned has caused this Termination to be duly executed as of the day and year first above written.

PAC OPERATING LIMITED PARTNERSHIP,
a Delaware limited partnership, formerly known as
Catellus Operating Limited Partnership

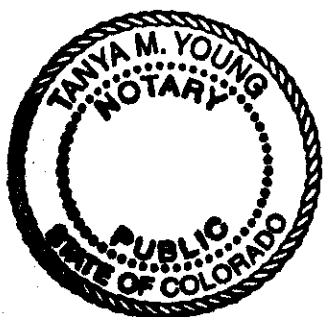
By: Palmtree Acquisition Corporation,
a Delaware corporation, its general partner

BY: 
Name: Michael Blair
Title: Managing Director and Deputy General Counsel

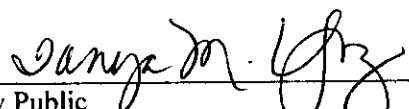
STATE OF COLORADO

CITY/COUNTY OF DENVER

The foregoing instrument was acknowledged before me, the undersigned notary public, this 21 day of November, 2011 by Michael Blair as Managing Director and Deputy General Counsel of Palmtree Acquisition Corporation, a Delaware corporation, on behalf of said corporation; said corporation being the general partner of PAC Operating Limited Partnership, a Delaware limited partnership.



My Commission Expires 12/10/2016


Notary Public
My Commission Expires: 12-10-2015